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ASSIGNMENT

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged, SUNNY BAKED FOODS, L.L.C., a California limited liability company, as Assignor, hereby assigns to ELFIN EQUITY COMPANY, L.L.C., a Delaware limited liability company, as Assignee and successor to that portion of Assignor's business to which the assigned trademarks pertain, the following:

- All Assignor's right, title and interest in and to the trademark TICKLES, 1. including United States Trademark Application Serial No. 75/785,346, together with any good will symbolized by said mark; and,
- 2. All Assignor's right, title and interest in and to the trademark COOKIE PALS, together with any good will symbolized by said mark.

Assignor warrants that it has not heretofore agreed to any restriction upon the use or registration of the aforesaid marks, nor assigned, licensed or otherwise granted any rights in the marks to any other person or entity.

Dated: March 24, 2000

KED FOODS, L.L.C.

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